

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re: _____)

) Chapter 11

GENCO IMPORTING INC., _____)

) Bankr. Case No.: _____)

Debtor. _____)
_____)

**AFFIDAVIT OF
RICHARD MANITOBA PURSUANT TO LOCAL RULE 1007-2**

STATE OF NEW YORK)

) ss.:

COUNTY OF NEW YORK)

I, Richard Manitoba, being duly sworn, deposes and says:

1. I am the Vice President and 25% owner of Genco Importing Inc. (the “Debtor”) and am responsible, in part, for managing the Debtor’s operations. As such, except as otherwise described herein, I am familiar with the day-to-day operations, business, and financial affairs of the Debtor, and I submit this affidavit on behalf of the Debtor.

2. Except as otherwise described herein, I have personal knowledge of the facts set forth herein, and if I were to be called to testify, I would recite the facts stated below. I am authorized to submit this affidavit pursuant to Local Bankruptcy Rule 1007-2.

**NATURE OF THE DEBTOR’S BUSINESS AND STATEMENT OF
CIRCUMSTANCES LEADING TO THE DEBTOR’S CHAPTER 11 FILING**

3. The Debtor, a New York corporation, operates a 600 square foot bar located in the East Village, at 99 Avenue B, New York, New York 10009. It pays \$6,137.87 in monthly rent under a lease with Alphabet Soup Associates LLC that expires on November 30, 2016.

4. The bar’s punk rock theme is drawn, in part, from my experience as the lead singer of The Dictators, a groundbreaking 1970’s punk rock band.

5. In 2008, the Debtor was cited by the Department of Buildings for violations of its certificate of occupancy. The Debtor cured all of those violations by the summer of 2009, at a total cost of approximately \$100,000.

6. These unanticipated costs, coupled with the general economic downtown beginning in 2008 (and a particularly poor winter of 2010-11), have rendered the Debtor unable to pay its debts as they become due and have necessitated this Chapter 11 bankruptcy filing.

7. The Debtor intends to use the breathing room afforded by Chapter 11 to make certain operational changes and to file a plan of reorganization.

8. The Debtor intends to fund its plan, as necessary, through a capital infusion provided by its 75% owner, Steven Van Zandt (or his affiliate), subject to certain conditions. Mr. Van Zandt is a member of Bruce Springsteen's E Street Band, an actor in the television drama "The Sopranos," and the host of "Little Steven's Underground Garage," a weekly syndicated radio show.

PARTICULAR INFORMATION REQUIRED BY LOCAL BANKRUPTCY RULE 1007-2

9. Bankruptcy Rule 1007(d) and Local Bankruptcy Rule 1007-2 require the Debtor to disclose certain information related to this case, which is set forth below.

10. No committee was organized prior to filing of this Chapter 11 case.

11. Set forth on Exhibit A attached hereto and incorporated herein by reference is a list of the names, addresses, and telephone numbers of the creditors holding the 20 largest unsecured claims against the Debtor. This list includes the amount of the claim, the nature of the claim, and, if appropriate, an indication of whether such claim is contingent, unliquidated, disputed, or partially secured.

12. Set forth on Exhibit B attached hereto and incorporated herein by reference is a list of the names, addresses, and telephone numbers of the creditors holding

secured claims against the Debtor, the amount of the claims, a brief description and an estimate of the value of the collateral securing the claims (if known), and whether the claims or liens are disputed.

13. Set forth on Exhibit C attached hereto and incorporated herein by reference is the Debtor's most recent financial information.

14. Set forth on Exhibit D attached hereto and incorporated herein by reference is the Debtor's most recent federal tax return.

15. Lender Capital One National Association has a security interest in and lien solely on the approximately \$198.49 in the Debtor's pre-petition Capital One bank accounts. Otherwise, none of the Debtor's property is in the possession or custody of any custodian, public officer, mortgagee, pledgee, assignee of rents, or secured creditor or agent for any such entity.

16. The Debtor's primary assets are located at 99 Avenue B, New York, New York 10009. The Debtor's books and records are located at 155 West 68th Street, Apt. 29D, New York, NY 10023. The Debtor does not have any assets outside of the United States.

17. There are no actions or proceedings, pending or threatened, against the Debtor or its property where a judgment against it or a seizure of its property is imminent.

18. Set forth on Exhibit E attached hereto and incorporated herein by reference are the names of the Debtor's existing senior management, their tenure with the Debtor, and a summary of their relevant responsibilities and experience.

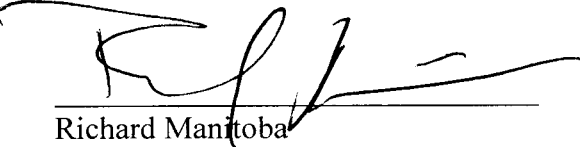
Information Relating to the Debtor's Intention to Continue to Operate its Business

19. The Debtor intends to continue to operate as a debtor-in-possession pursuant to Bankruptcy Code §§ 1107(a) and 1108.

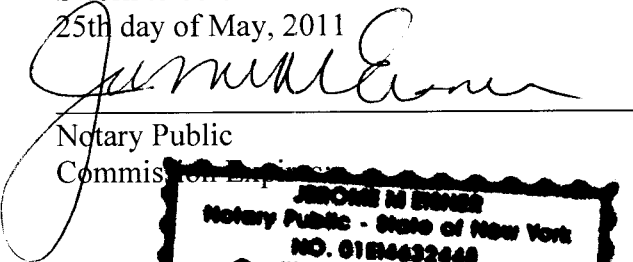
20. The estimated amount of the weekly payroll to employees (exclusive of officers, directors, stockholders, and partners) for the 30-day period following the filing of this case is \$9,000.

21. The Debtor does not intend to make any payments to any officers, stockholders, or directors for services for the 30-day period following the commencement of this Chapter 11 case.

22. For the 30-day period following the commencement of this Chapter 11 case, the Debtor's estimated cash receipts are \$30,000 and estimated disbursements are \$28,000, for an estimated net cash gain of \$2,000.


Richard Manitoba

Sworn to before me on this
25th day of May, 2011


Notary Public
Commission Expires

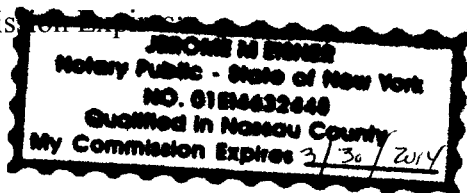


EXHIBIT A

List of 20 Largest Unsecured Creditors

SCHEDULE F – CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

State the name, mailing address, including zip code, and last four digits of any account number, of all entities holding unsecured claims without priority against the debtor or the property of the debtor, as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If the property is being held for a minor child, simply state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See U.S.C. § 112 and Fed. R. Bankr. P 1007(m). Do not include claims listed in Schedules D and E. If all creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor." include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community."

CREDITOR'S NAME , MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See Instructions above.)	CODEBTOR	HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
Alphabet Soup Associates LLC c/o Law Offices of Justin C. Brasch 30 Vesey Street, Suite 1400 New York, NY 10007 Ph: 212-267-2500 Alphabet Soup Associates LLC 1895 Palmer Avenue, Suite 203 Larchmont, NY 10538 Attn: Brian Kahn Ph: 914-833-3000 x 157			2011 Lease				\$26,727.70
Capital One National Association Deposit Recovery Department P.O. Box 259360 Plano, TX 75025-9360 Acc # 4802-1370-3564-9880 Ph: 888-740-8981 Global Credit & Collection Corp. Capital One Bank NA P.O. Box 71083 Charlotte, NC 28272-1083 Acc # 4802137035649880 Global ID: 26165107 Ph: 877-234-1835			2010 Credit Card				\$22,999.28
Capital One National Association Deposit Recovery Department P.O. Box 259360 Plano, TX 75025-9360 Loan # 1—890528059 Interest Rate: 6.49 % Ph: 972-916-5119			Loan Opened 6/14/2007 Matures 6/14/2012				\$13,417.47

SCHEDULE F – CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

Capital One 275 Broadhollow Road P.O. Box 8914 Melville, NY 11747 Capital One, N.A. P.O. Box 1710 Mattituck, NY 11952						
Capital One National Association Deposit Recovery Department P.O. Box 259360 Plano, TX 75025-9360 Loan # 3—890536547 Interest Rate: 5.99 % Ph: 972-916-5119 Capital One 275 Broadhollow Road P.O. Box 8914 Melville, NY 11747 Capital One, N.A. P.O. Box 1710 Mattituck, NY 11952			Loan Opened 7/7/2008 Matures 7/7/2013			\$11,805.39
RIP Construction Consultants 217 Centre Street New York, NY 10013 Ph: 212-337-7400			2010-2011 Trade Debt			\$9,700
NFP Property & Casualty Services, Inc. 707 Westchester Avenue Suite 201 White Plains, NY 10604 Ph: 914-683-3990			2010 Insurance Audit		X	\$2,326
Empire Merchants c/o The Law Offices of Steven Schaffer 21 East Valley Stream Blvd. Valley Stream, NY 11580 Acc # 1046254 Ref # 14437 Ph: 516-872-4129			2010 Trade Debt			\$2,278.67
JSP Associates P.O. Box 543 Oceanside, NY 11572 Ph: 516-536-9265			2010 Trade Debt			\$2,100
Arctic Glacier 500 Fenimore Road Mamaroneck, NY 10543 Acc # 65142622 Ph: 800-999-5616			2010 Trade Debt			\$990.75
All County Soda 218 North 17 th Street Kenilworth, NJ 07033 Acc # 2370 Ph: 800-628-7632			2010 Trade Debt			\$768.20

SCHEDULE F – CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

Con Edison JAF Station P.O. Box 1702 New York, NY 10116-1702 Acc # 41-3003-6550-0001-1 Ph: 212-243-2591			2010 Trade Debt				\$657.22
Southern Wine & Spirits of New York, Inc. P.O. Box 1308 Syosset, NY 11791 Ph: 800-272-4255			2010 Trade Debt				\$575.97
NYC Fire Department Church Street Station P.O. Box 840 New York, NY 10008-0840 Ph: 718-999-2436			2010 Trade Debt				\$415
Terminate Control 441 East 12th Street New York, NY 10009 Ph: 212-242-5008			2010 Trade Debt				\$381.05
Jem Sanitation P.O. Box 708 Lyndhurst, NJ 07071 Acc # 1395 Ph: 212-226-3442			2010 Trade Debt				\$296.80
Arctic Flow P.O. Box 519 Franklyn, NY 11010 Ph: 718-628-6777			2010 Trade Debt				\$272.20
			Total ► (Use only on last page of the completed Schedule F.) (Report also on Summary of Schedules.)				\$95,711.70

EXHIBIT B

List of Secured Creditors

In re Genco Importing Inc.

Chapter 11 Case No.

SCHEDULE D – CREDITORS HOLDING SECURED CLAIMS

State the name, mailing address, including zip code, and last four digits of any account number of all entities holding claims secured by property of the debtor as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. List creditors holding all types of secured interests such as judgment liens, garnishments, statutory liens, mortgages, deeds of trust, and other security interests.

List creditors in alphabetical order to the extent practicable. If the property is being held for a minor child, simply state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See U.S.C. § 112 and Fed. R. Bankr. P 1007(m). If all secured creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H – Codebtors. If a joint petition is filed, state whether husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community."

If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Total the columns listed "Amounts of Claim Without Deducting Value of Collateral" and "Unsecured Portion, If Any" in the boxes labeled "Total(s)" on the last sheet of the completed schedule. Report the total from the column labeled "Amount of Claim Without Deducting Value of Collateral" also on the Summary of Schedules and, if the debtor is any individual with primarily consumer debtors, report the total from the column labeled "Unsecured Portion, if Any" on the Statistical Summary of Certain Liabilities and Related Data.

☐ Check this box if debtor has no creditors holding secured claims to report on this Schedule D.

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE AND AN ACCOUNT NUMBER (See Instructions Above)	CODEBTOR	HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
Capital One National Association Deposit Recovery Department P.O. Box 259360 Plano, TX 75025-9360 Ph: 972-916-5119 Capital One 275 Broadhollow Road P.O. Box 8914 Melville, NY 11747 Capital One, N.A. P.O. Box 1710 Mattituck, NY 11952 Credit Line #2759028537 Interest Rate: 5.75 %			Line of Credit/Loan Opened 6/14/2007 Matures 8/14/2012 Secured by appr. \$198.49 in Capital One Bank Payroll Account Ending #2872, Operating Account Ending #2864, and Deposit Account Ending #2880				\$11,378.25	\$11,179.76
			Total ►				\$11,378.25	\$11,179.76

(Report total also on Summary of Schedules)

EXHIBIT C

Financial Information

9:43 PM
04/14/11
Accrual Basis

Genco Importing, Inc
Balance Sheet
As of December 31, 2010

	<u>Dec 31, 10</u>
ASSETS	
Current Assets	
Checking/Savings	
1040 · Capital One-Main Account	1,208.11
1050 · Capital One-Operating account	-8,208.74
1060 · Capital One-Tax/Payroll	-2,595.97
Total Checking/Savings	-9,596.60
Other Current Assets	
1300 · Other Receivables	11,961.08
1400 · Inventory	1,775.00
Total Other Current Assets	13,736.08
Total Current Assets	4,139.48
Fixed Assets	
1500 · Furniture & Fixtures	134,319.00
1510 · Leasehold Improvements	27,499.95
1600 · Accumulated Depreciation	-81,867.00
Total Fixed Assets	79,951.95
Other Assets	
1800 · Goodwill	38,716.00
Total Other Assets	38,716.00
TOTAL ASSETS	<u>122,807.43</u>
LIABILITIES & EQUITY	
Liabilities	
Current Liabilities	
Accounts Payable	
20000 · Accounts Payable	41,458.72
Total Accounts Payable	41,458.72
Other Current Liabilities	
2010 · Accrued Expenses and Taxes	30,275.00
2190 · Sales Tax Payable	16,372.43
Total Other Current Liabilities	46,647.43
Total Current Liabilities	88,106.15
Long Term Liabilities	
2700 · Creditline Payable 1 - CapOne	13,862.48
2710 · Creditline Payable 2 - CapOne	13,876.65
2720 · Creditline Payable 3 - CapOne	16,784.55
Total Long Term Liabilities	44,523.68
Total Liabilities	132,629.83
Equity	
3010 · Capital Stock	154,854.00
3900 · Retained Earnings	-115,371.93
Net Income	-49,304.47
Total Equity	-9,822.40
TOTAL LIABILITIES & EQUITY	<u>122,807.43</u>

3:54 PM
05/25/11
Accrual Basis

Genco Importing, Inc
Profit & Loss
January 1 through May 25, 2011

Jan 1 - May 25, 11

Ordinary Income/Expense	
Income	
4000 · Sales	76,796.92
4900 · Income from Register	62,186.51
Total Income	138,983.43
Cost of Goods Sold	
5100 · Purchases - Beer and Liquor	38,467.63
5300 · Bar Supplies	3,494.70
5500 · Linens	300.00
5600 · Equipment Rentals	396.30
5700 · Bar Entertainment - TV/Radio	562.81
Total COGS	43,221.44
Gross Profit	95,761.99
Expense	
6100 · Other Salaries	7,855.00
7100 · Advertising Expense	300.00
7310 · Bank Charges	4,474.41
7320 · Credit Card Service Fees	142.36
7330 · Payroll Preparation Fees	1,816.98
7520 · Permits and Fees	1,232.63
7600 · Bar Entertainment - Television	376.21
7700 · Insurance	10,063.77
7900 · Office and Postage Expense	324.16
8000 · Professional Fees	25,200.00
8200 · Security and Protection	5,400.00
8300 · Telephone Expense	426.30
8400 · Utilities	3,182.06
8500 · Repairs and Maintenance	5,500.00
8510 · Rubbish Removal	896.80
8600 · Pest Control and Extermination	304.84
Total Expense	67,495.52
Net Ordinary Income	28,266.47
Other Income/Expense	
Other Expense	
2610 · Payroll checks	212.88
9910 · NYS Franchise Tax	175.00
9920 · NYC General Corporation Tax	175.00
Total Other Expense	562.88
Net Other Income	-562.88
Net Income	<u>27,703.59</u>

UN Audited

EXHIBIT D

Federal Tax Return

Form **1120S**Department of the Treasury
Internal Revenue Service**U.S. Income Tax Return for an S Corporation**

▶ Do not file this form unless the corporation has filed or is
attaching Form 2553 to elect to be an S corporation.
▶ See separate instructions.

OMB No. 1545-0130

2010

For calendar year 2010 or tax year beginning , 2010, ending			
A S election effective date 10/17/05	TYPE OR PRINT	Name GENCO IMPORTING, INC	D Employer identification number 20-3650322
B Business activity code number (see instrs) 722410		Number, street, and room or suite no. If a P.O. box, see instructions. 99 AVENUE B	E Date incorporated 10/17/05
C Check if Sch M-3 attached <input type="checkbox"/>		City or town, state, and ZIP code NEW YORK NY 10009-6210	F Total assets (see instructions) \$ 122,807.

G Is the corporation electing to be an S corporation beginning with this tax year? ☐ Yes ☒ No If 'Yes,' attach Form 2553 if not previously filed**H** Check if: (1) ☐ Final return (2) ☐ Name change (3) ☐ Address change
(4) ☐ Amended return (5) ☐ S election termination or revocation**I** Enter the number of shareholders who were shareholders during any part of the tax year ▶ 2**Caution.** Include only trade or business income and expenses on lines 1a through 21. See the instructions for more information.

I N C O M E	1a Gross receipts or sales	281,905.	b Less returns and allowances		c Bal	1c 281,905.
	2 Cost of goods sold (Schedule A, line 8)					2 109,352.
	3 Gross profit. Subtract line 2 from line 1c					3 172,553.
	4 Net gain (loss) from Form 4797, Part II, line 17 (attach Form 4797)					4
	5 Other income (loss) (see instrs — att statement)					5
	6 Total income (loss). Add lines 3 through 5					6 172,553.
D E D U C T I O N S S E E I N S T R U C T I O N S	7 Compensation of officers					7 12,210.
	8 Salaries and wages (less employment credits)					8 5,720.
	9 Repairs and maintenance					9
	10 Bad debts					10
	11 Rents					11 85,448.
	12 Taxes and licenses					12 10,469.
	13 Interest					13 3,587.
	14 Depreciation not claimed on Schedule A or elsewhere on return (attach Form 4562)					14 25,309.
	15 Depletion (Do not deduct oil and gas depletion.)					15
	16 Advertising					16 1,800.
	17 Pension, profit-sharing, etc, plans					17
	18 Employee benefit programs					18
	19 Other deductions (attach statement) * STMT					19 77,314.
	20 Total deductions. Add lines 7 through 19					20 221,857.
	21 Ordinary business income (loss). Subtract line 20 from line 6					21 -49,304.

T A X A N D P A Y M E N T S	22a Excess net passive income or LIFO recapture tax (see instructions)	22a		22c	
	b Tax from Schedule D (Form 1120S)	22b			
	c Add lines 22a and 22b (see instructions for additional taxes)				
	23a 2010 estimated tax payments and 2009 overpayment credited to 2010	23a		23d	
	b Tax deposited with Form 7004	23b	0.		
	c Credit for federal tax paid on fuels (attach Form 4136)	23c			
	d Add lines 23a through 23c				
	24 Estimated tax penalty (see instructions). Check if Form 2220 is attached			24	
	25 Amount owed. If line 23d is smaller than the total of lines 22c and 24, enter amount owed			25	0.
	26 Overpayment. If line 23d is larger than the total of lines 22c and 24, enter amount overpaid			26	
27 Enter amount from line 26 Credited to 2011 estimated tax			Refunded	27	

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.				
	Signature of officer		Date	Title	
Paid Preparer Use Only	Print/Type preparer's name		Preparer's signature		Date
	JEROME M EISNER EA		JEROME M EISNER EA		
	Firm's name ▶ JSP ASSOCIATES, INC		Firm's EIN ▶ 13-3897445		
	Firm's address ▶ PO BOX 543 OCEANSIDE NY 11572		Phone no.		

May the IRS discuss this return
with the preparer shown below
(see instructions)?☒ Yes ☐ No

Schedule A Cost of Goods Sold (see instructions)

1	Inventory at beginning of year	1	7,860.
2	Purchases	2	97,594.
3	Cost of labor	3	
4	Additional section 263A costs (attach statement)	4	
5	Other costs (attach statement) * STMT.	5	5,673.
6	Total. Add lines 1 through 5	6	111,127.
7	Inventory at end of year	7	1,775.
8	Cost of goods sold. Subtract line 7 from line 6. Enter here and on page 1, line 2	8	109,352.

9a Check all methods used for valuing closing inventory:

- (i) ☐ Cost as described in Regulations section 1.471-3
(ii) ☒ Lower of cost or market as described in Regulations section 1.471-4
(iii) ☐ Other (Specify method used and attach explanation.) ▶

b Check if there was a writedown of subnormal goods as described in Regulations section 1.471-2(c) ▶ ☐

c Check if the LIFO inventory method was adopted this tax year for any goods (if checked, attach Form 970) ▶ ☐

d If the LIFO inventory method was used for this tax year, enter percentage (or amounts) of closing inventory computed under LIFO **9d** ☐

e If property is produced or acquired for resale, do the rules of section 263A apply to the corporation? ☐ Yes ☒ No

f Was there any change in determining quantities, cost, or valuations between opening and closing inventory? If 'Yes,' attach explanation ☐ Yes ☒ No

Schedule B Other Information (see instructions)

	Yes	No
1 Check accounting method: a <input type="checkbox"/> Cash b <input checked="" type="checkbox"/> Accrual c <input type="checkbox"/> Other (specify) ▶		
2 See the instructions and enter the: a Business activity ▶ <u>DRINKING PLACES</u> b Product or service ▶ <u>LIQUOR AND BEER</u>		
3 At the end of the tax year, did the corporation own, directly or indirectly, 50% or more of the voting stock of a domestic corporation? (For rules of attribution, see section 267(c).) If 'Yes,' attach a statement showing: (a) name and employer identification number (EIN), (b) percentage owned, and (c) if 100% owned, was a qualified subchapter S subsidiary election made?		X
4 Has this corporation filed, or is it required to file, Form 8918 , Material Advisor Disclosure Statement, to provide information on any reportable transaction?		X
5 Check this box if the corporation issued publicly offered debt instruments with original issue discount. If checked, the corporation may have to file Form 8281 , Information Return for Publicly Offered Original Issue Discount Instruments. ▶ <input type="checkbox"/>		
6 If the corporation: (a) was a C corporation before it elected to be an S corporation or the corporation acquired an asset with a basis determined by reference to the basis of the asset (or the basis of any other property) in the hands of a C corporation and (b) has net unrealized built-in gain in excess of the net recognized built-in gain from prior years, enter the net unrealized built-in gain reduced by net recognized built-in gain from prior years (see instructions) ▶ \$		
7 Enter the accumulated earnings and profits of the corporation at the end of the tax year \$		
8 Are the corporation's total receipts (see instructions) for the tax year and its total assets at the end of the tax year less than \$250,000? If 'Yes,' the corporation is not required to complete Schedules L and M-1		X
9 During the tax year, was a qualified subchapter S subsidiary election terminated or revoked? If 'Yes,' see instructions		

Schedule K Shareholders' Pro Rata Share Items

	Total amount
1 Ordinary business income (loss) (page 1, line 21)	1 -49,304.
2 Net rental real estate income (loss) (attach Form 8825)	2
3a Other gross rental income (loss)	3a
b Expenses from other rental activities (attach statement)	3b
c Other net rental income (loss). Subtract line 3b from line 3a	3c
4 Interest income	4
5 Dividends: a Ordinary dividends	5a
b Qualified dividends	5b
6 Royalties	6
7 Net short-term capital gain (loss) (attach Schedule D (Form 1120S))	7
8a Net long-term capital gain (loss) (attach Schedule D (Form 1120S))	8a
b Collectibles (28%) gain (loss)	8b
c Unrecaptured section 1250 gain (attach statement)	8c
9 Net section 1231 gain (loss) (attach Form 4797)	9
10 Other income (loss) (see instructions) Type ▶	10

Form 1120S (2010)

Shareholders' Pro Rata Share Items (continued)		Total amount	
Deductions	11 Section 179 deduction (attach Form 4562)	11	
	12a Contributions	12a	
	b Investment interest expense	12b	
	c Section 59(e)(2) expenditures (1) Type ▶ (2) Amount ▶	12c (2)	
	d Other deductions (see instructions) ... Type ▶	12d	
Credits	13a Low-income housing credit (section 42(j)(5))	13a	
	b Low-income housing credit (other)	13b	
	c Qualified rehabilitation expenditures (rental real estate) (attach Form 3468)	13c	
	d Other rental real estate credits (see instrs) Type ▶	13d	
	e Other rental credits (see instrs) Type ▶	13e	
	f Alcohol and cellulosic biofuel fuels credit (attach Form 6478)	13f	
	g Other credits (see instructions) Type ▶	13g	
Foreign Transactions	14a Name of country or U.S. possession ▶	14b	
	b Gross income from all sources	14c	
	c Gross income sourced at shareholder level		
	Foreign gross income sourced at corporate level	14d	
	d Passive category	14e	
	e General category	14f	
	f Other (attach statement)		
	Deductions allocated and apportioned at shareholder level	14g	
	g Interest expense	14h	
	h Other		
	Deductions allocated and apportioned at corporate level to foreign source income	14i	
	i Passive category	14j	
	j General category	14k	
	k Other (attach statement)		
Other information	14l		
l Total foreign taxes (check one): ▶ <input type="checkbox"/> Paid <input type="checkbox"/> Accrued	14m		
m Reduction in taxes available for credit			
(attach statement)			
n Other foreign tax information (attach statement)			
Alternative Minimum Tax (AMT) Items	15a Post-1986 depreciation adjustment	15a	2,826.
	b Adjusted gain or loss	15b	
	c Depletion (other than oil and gas)	15c	
	d Oil, gas, and geothermal properties — gross income	15d	
	e Oil, gas, and geothermal properties — deductions	15e	
	f Other AMT items (attach statement)	15f	
Items Affecting Shareholder Basis	16a Tax-exempt interest income	16a	
	b Other tax-exempt income	16b	
	c Nondeductible expenses	16c	
	d Distributions (attach stmt if required) (see instrs)	16d	
	e Repayment of loans from shareholders	16e	
Other Information	17a Investment income	17a	
	b Investment expenses	17b	
	c Dividend distributions paid from accumulated earnings and profits	17c	
	d Other items and amounts		
(attach statement)			
Reconciliation	18 Income/loss reconciliation. Combine the amounts on lines 1 through 10 in the far right column. From the result, subtract the sum of the amounts on lines 11 through 12d and lines 14l	18	-49,304.

BAA

Form 1120S (2010)

Schedule L Balance Sheets per Books		Beginning of tax year		End of tax year	
Assets		(a)	(b)	(c)	(d)
1	Cash		-15,678.		-9,597.
2a	Trade notes and accounts receivable				
b	Less allowance for bad debts				
3	Inventories		7,860.		1,775.
4	U.S. government obligations				
5	Tax-exempt securities (see instructions)				
6	Other current assets (attach stmt)				
7	Loans to shareholders				
8	Mortgage and real estate loans				
9	Other investments (attach statement)				
10a	Buildings and other depreciable assets	161,819.		161,819.	
b	Less accumulated depreciation	56,558.	105,261.	81,867.	79,952.
11a	Depletable assets				
b	Less accumulated depletion				
12	Land (net of any amortization)				
13a	Intangible assets (amortizable only)				
b	Less accumulated amortization				
14	Other assets (attach stmt) Ln. 14 St.		38,716.		50,677.
15	Total assets		136,159.		122,807.
Liabilities and Shareholders' Equity					
16	Accounts payable		26,749.		41,459.
17	Mortgages, notes, bonds payable in less than 1 year		67,922.		44,524.
18	Other current liabilities (attach stmt)		2,006.		46,646.
19	Loans from shareholders				
20	Mortgages, notes, bonds payable in 1 year or more				
21	Other liabilities (attach statement)				
22	Capital stock		154,854.		154,854.
23	Additional paid-in capital				
24	Retained earnings		-115,372.		-164,676.
25	Adjustments to shareholders' equity (att stmt)				
26	Less cost of treasury stock				
27	Total liabilities and shareholders' equity		136,159.		122,807.

Schedule M-1 Reconciliation of Income (Loss) per Books With Income (Loss) per Return

Note: Schedule M-3 required instead of Schedule M-1 if total assets are \$10 million or more — see instructions

1	Net income (loss) per books	-49,304.	5	Income recorded on books this year not included on Schedule K, lines 1 through 10 (itemize):	
2	Income included on Schedule K, lines 1, 2, 3c, 4, 5a, 6, 7, 8a, 9, and 10, not recorded on books this year (itemize):		a	Tax-exempt interest \$	
3	Expenses recorded on books this year not included on Schedule K, lines 1 through 12, and 14I (itemize):		6	Deductions included on Schedule K, lines 1 through 12, and 14I, not charged against book income this year (itemize):	
a	Depreciation \$		a	Depreciation \$	
b	Travel and entertainment \$		7	Add lines 5 and 6	
4	Add lines 1 through 3	-49,304.	8	Income (loss) (Schedule K, ln 18). Ln 4 less ln 7	-49,304.

Schedule M-2 Analysis of Accumulated Adjustments Account, Other Adjustments Account, and Shareholders' Undistributed Taxable Income Previously Taxed (see instructions)

	(a) Accumulated adjustments account	(b) Other adjustments account	(c) Shareholders' undistributed taxable income previously taxed
1	Balance at beginning of tax year	-115,372.	
2	Ordinary income from page 1, line 21		
3	Other additions		
4	Loss from page 1, line 21	49,304.	
5	Other reductions		
6	Combine lines 1 through 5	-164,676.	
7	Distributions other than dividend distributions		
8	Balance at end of tax year. Subtract line 7 from line 6	-164,676.	

Form **7004**(Rev. December 2008)
Department of the Treasury
Internal Revenue Service**Application for Automatic Extension of Time To File Certain
Business Income Tax, Information, and Other Returns**

OMB No. 1545-0233

▶ **File a separate application for each return.**▶ **See separate instructions.****Type or
Print**

Name

Identifying number

GENCO IMPORTING, INC

20-3650322

Number, street, and room or suite number. (If P.O. box, see instructions.)

File by the due
date for the
return for which
an extension is
requested. See
instructions.

99 AVENUE B

City, town, state, and ZIP code (If a foreign address, enter city, province or state, and country (follow the country's practice for entering postal code)).

NEW YORK

NY 10009-6210

Note. See instructions before completing this form.**Part I Automatic 5-Month Extension** Complete if Filing Form 1065, 1041, or 8804

1 a Enter the form code for the return that this application is for (see below)

Application Is For:	Form Code	Application Is For:	Form Code
Form 1065	09	Form 1041 (estate)	04
Form 8804	31	Form 1041 (trust)	05

Part II Automatic 6-Month Extension Complete if Filing Other Forms

b Enter the form code for the return that this application is for (see below)

25

Application Is For:	Form Code	Application Is For:	Form Code
Form 706-GS(D)	01	Form 1120-PC	21
Form 706-GS(T)	02	Form 1120-POL	22
Form 1041-N	06	Form 1120-REIT	23
Form 1041-QFT	07	Form 1120-RIC	24
Form 1042	08	Form 1120S	25
Form 1065-B	10	Form 1120-SF	26
Form 1066	11	Form 3520-A	27
Form 1120	12	Form 8612	28
Form 1120-C	34	Form 8613	29
Form 1120-F	15	Form 8725	30
Form 1120-FSC	16	Form 8831	32
Form 1120-H	17	Form 8876	33
Form 1120-L	18	Form 8924	35
Form 1120-ND	19	Form 8928	36
Form 1120-ND (section 4951 taxes)	20		

- 2 If the organization is a foreign corporation that does not have an office or place of business in the United States, check here ☐
- 3 If the organization is a corporation and is the common parent of a group that intends to file a consolidated return check here ☐

Part III All Filers Must Complete This Part

- 4 If the organization is a corporation or partnership that qualifies under Regulations section 1.6081-5, check here ☐

5 a The application is for calendar year 20 10, or tax year beginning _____, 20 __, and ending _____, 20 __

b Short tax year. If this tax year is less than 12 months, check the reason:

☐ Initial return ☐ Final return ☐ Change in accounting period ☐ Consolidated return to be filed

6 Tentative total tax	6	0.
7 Total payments and credits (see instructions)	7	0.
8 Balance due. Subtract line 7 from line 6. Generally, you must deposit this amount using the Electronic Federal Tax Payment System (EFTPS), a Federal Tax Deposit (FTD) Coupon, or Electronic Funds Withdrawal (EFW) (see instructions for exceptions)	8	0.

BAA For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

Form **7004** (Rev. 12-2008)

Form 7004 Electronic Filing Information Worksheet**2010**

Name

GENCO IMPORTING, INC

Social Security Number

20-3650322

Prepare Form 7004 for Electronic FilingExtension accepted ☒**Signature of Officer**

Officer's Name

Officer's Title

Signature Date

Electronic Funds Withdrawal - Amount paid with Form 7004**NOTE** - A Practitioner PIN is required for Form 7004 efile if using electronic funds withdrawal

Enter the payment date to withdraw tax payment

Practitioner PIN information for Form 7004**NOTE** - A Practitioner PIN is required for Form 7004 efile if using electronic funds withdrawal

Please indicate how the Officer PIN is entered into the program.

Officer entered PIN ☐ERO entered Officer's PIN ☐

ERO's Practitioner PIN (EFIN followed by any 5 numbers) EFIN Self-Select PIN

ERO Declaration: I certify that the above numeric entry is my PIN, which is my signature to authorize submission of the electronic application for extension and electronic funds withdrawal for the corporation indicated above. I confirm that I am submitting application for extension in accordance with the requirements of the Practitioner PIN method and Publications 4163, *Modernized e-File Information for Authorized IRS e-file Providers*, and 3112, *IRS e-file Application and Participation*.

Perjury Statement: Under penalties of perjury, I declare that I have been authorized by the above taxpayer to make this authorization and that I have examined a copy of the taxpayer's electronic extension (Form 7004) for the tax period indicated above and to the best of my knowledge and belief, it is true, correct, and complete.

Consent to disclosure: I consent to allow my electronic return originator (ERO), transmitter, or intermediate service provider to send the corporation's return to the IRS and to receive from the IRS (a) an acknowledgement of receipt or reason for rejection of the transmission, (b) an indication of any refund offset, (c) the reason for any delay in processing the return or refund, and (d) the date of any refund.

Electronic Funds Withdrawal Consent (if applicable): I authorize the U.S. Treasury and its designated Financial Agent to initiate an electronic funds withdrawal (direct debit) entry to the financial institution account indicated in the tax preparation software for payment of the corporation's Federal taxes owed on Form 7004, and the financial institution to debit the entry to this account. To revoke a payment, I must contact the U.S. Treasury Financial Agent at 1-888-353-4537 no later than 2 business days prior to the payment (settlement) date. I also authorize the financial institution involved in the processing of the electronic payment of taxes to receive confidential information necessary to answer inquiries and resolve issues related to the payment.

I certify that I have the authority to execute this consent on behalf of the organization. I am signing this Disclosure Consent by entering my self-selected PIN below.

Date

Officer's PIN (enter any 5 numbers)

**IRS e-file Signature Authorization
for Form 1120S**

OMB No. 1545-1863

2010Department of the Treasury
Internal Revenue Service

For calendar year 2010, or tax year beginning _____, 2010, ending _____

▶ **See instructions. Do not send to the IRS. Keep for your records.**

Name of corporation

Employer identification number

GENCO IMPORTING, INC

20-3650322

Part I Tax Return Information (Whole dollars only)

1	Gross receipts or sales less returns and allowances (Form 1120S, line 1c)	1	281,905.
2	Gross profit (Form 1120S, line 3)	2	172,553.
3	Ordinary business income (loss) (Form 1120S, line 21)	3	-49,304.
4	Net rental real estate income (loss) (Form 1120S, Schedule K, line 2)	4	
5	Income (loss) reconciliation (Form 1120S, Schedule K, line 18)	5	-49,304.

Part II Declaration and Signature Authorization of Officer (Be sure to get a copy of the corporation's return)

Under penalties of perjury, I declare that I am an officer of the above corporation and that I have examined a copy of the corporation's 2010 electronic income tax return and accompanying schedules and statements and to the best of my knowledge and belief, it is true, correct, and complete. I further declare that the amounts in Part I above are the amounts shown on the copy of the corporation's electronic income tax return. I consent to allow my electronic return originator (ERO), transmitter, or intermediate service provider to send the corporation's return to the IRS and to receive from the IRS (a) an acknowledgement of receipt or reason for rejection of the transmission, (b) the reason for any delay in processing the return or refund, and (c) the date of any refund. If applicable, I authorize the U.S. Treasury and its designated Financial Agent to initiate an electronic funds withdrawal (direct debit) entry to the financial institution account indicated in the tax preparation software for payment of the corporation's federal taxes owed on this return, and the financial institution to debit the entry to this account. To revoke a payment, I must contact the U.S. Treasury Financial Agent at **1-888-353-4537** no later than 2 business days prior to the payment (settlement) date. I also authorize the financial institutions involved in the processing of the electronic payment of taxes to receive confidential information necessary to answer inquiries and resolve issues related to the payment. I have selected a personal identification number (PIN) as my signature for the corporation's electronic income tax return and, if applicable, the corporation's consent to electronic funds withdrawal.

Officer's PIN: check one box only

☐ I authorize _____ to enter my PIN _____ as my signature
ERO firm name do not enter all zeros
on the corporation's 2010 electronically filed income tax return.

☒ As an officer of the corporation, I will enter my PIN as my signature on the corporation's 2010 electronically filed income tax return.

Officer's signature ▶ _____ Date ▶ _____ Title ▶ **PRESIDENT**

Part III Certification and Authentication

ERO's EFIN/PIN. Enter your six-digit EFIN followed by your five-digit self-selected PIN **11851300025**
do not enter all zeros

I certify that the above numeric entry is my PIN, which is my signature on the 2010 electronically filed income tax return for the corporation indicated above. I confirm that I am submitting this return in accordance with the requirements of **Pub 3112**, IRS e-file Application and Participation, and **Pub 4163**, Modernized e-File (MeF) Information for Authorized IRS e-file Providers for Business Returns.

ERO's signature ▶ _____ Date ▶ _____

**ERO Must Retain This Form – See Instructions
Do Not Submit This Form to the IRS Unless Requested To Do So**

Schedule K-1
(Form 1120S)
2010
☐ Final K-1

☐ Amended K-1

OMB No. 1545-0130

 Department of the Treasury
 Internal Revenue Service

For calendar year 2010, or tax

year beginning _____, 2010

ending _____

Shareholder's Share of Income, Deductions, Credits, etc. ▶ See page 2 of form and separate instructions.

Part I Information About the Corporation	
A	Corporation's employer identification number 20-3650322
B	Corporation's name, address, city, state, and ZIP code GENCO IMPORTING, INC MANITOBA'S 99 AVENUE B NEW YORK, NY 10009-6210
C	IRS Center where corporation filed return Cincinnati, OH 45999-0013
Part II Information About the Shareholder	
D	Shareholder's identifying number 145-44-4732
E	Shareholder's name, address, city, state, and ZIP code STEVEN VAN ZANDT %JSP ASSOCIATES, INC OCEANSIDE, NY 11572
F	Shareholder's percentage of stock ownership for tax year 75.00000 %
FOR IRS USE ONLY	

Part III Shareholder's Share of Current Year Income, Deductions, Credits, and Other Items			
1	Ordinary business income (loss) -36,978.	13	Credits
2	Net rental real estate income (loss)		
3	Other net rental income (loss)		
4	Interest income		
5a	Ordinary dividends		
5b	Qualified dividends	14	Foreign transactions
6	Royalties		
7	Net short-term capital gain (loss)		
8a	Net long-term capital gain (loss)		
8b	Collectibles (28%) gain (loss)		
8c	Unrecaptured section 1250 gain		
9	Net section 1231 gain (loss)		
10	Other income (loss)	15	Alternative minimum tax (AMT) items
		A	2,119.
11	Section 179 deduction	16	Items affecting shareholder basis
12	Other deductions		
		17	Other information
*See attached statement for additional information.			

This list identifies the codes used on Schedule K-1 for all shareholders and provides summarized reporting information for shareholders who file Form 1040. For detailed reporting and filing information, see the separate Shareholder's Instructions for Schedule K-1 and the instructions for your income tax return.

1 Ordinary business income (loss). Determine whether the income (loss) is passive or nonpassive and enter on your return as follows:	
Passive loss	See the Shareholder's Instructions
Passive income	Schedule E, line 28, column (g)
Nonpassive loss	Schedule E, line 28, column (h)
Nonpassive income	Schedule E, line 28, column (j)
2 Net rental real estate income (loss)	See the Shareholder's Instructions
3 Other net rental income (loss)	
Net income	Schedule E, line 28, column (g)
Net loss	See the Shareholder's Instructions
4 Interest income	Form 1040, line 8a
5a Ordinary dividends	Form 1040, line 9a
5b Qualified dividends	Form 1040, line 9b
6 Royalties	Schedule E, line 4
7 Net short-term capital gain (loss)	Schedule D, line 5, column (f)
8a Net long-term capital gain (loss)	Schedule D, line 12, column (f)
8b Collectibles (28%) gain (loss)	28% Rate Gain Worksheet, line 4 (Schedule D instructions)
8c Unrecaptured section 1250 gain	See the Shareholder's Instructions
9 Net section 1231 gain (loss)	See the Shareholder's Instructions
10 Other income (loss)	
<i>Code</i>	
A Other portfolio income (loss)	See the Shareholder's Instructions
B Involuntary conversions	See the Shareholder's Instructions
C Section 1256 contracts and straddles	Form 6781, line 1
D Mining exploration costs recapture	See Pub 535
E Other income (loss)	See the Shareholder's Instructions
11 Section 179 deduction	See the Shareholder's Instructions
12 Other deductions	
A Cash contributions (50%)	See the Shareholder's Instructions
B Cash contributions (30%)	
C Noncash contributions (50%)	
D Noncash contributions (30%)	
E Capital gain property to a 50% organization (30%)	
F Capital gain property (20%)	
G Contributions (100%)	
H Investment interest expense	Form 4952, line 1
I Deductions — royalty income	Schedule E, line 18
J Section 59(e)(2) expenditures	See the Shareholder's Instructions
K Deductions — portfolio (2% floor)	Schedule A, line 23
L Deductions — portfolio (other)	Schedule A, line 28
M Preproductive period expenses	See the Shareholder's Instructions
N Commercial revitalization deduction from rental real estate activities	See Form 8582 instructions
O Reforestation expense deduction	See the Shareholder's Instructions
P Domestic production activities information	See Form 8903 instructions
Q Qualified production activities income	Form 8903, line 7b
R Employer's Form W-2 wages	Form 8903, line 17
S Other deductions	See the Shareholder's Instructions
13 Credits	
A Low-income housing credit (section 42(j)(5)) from pre-2008 buildings	See the Shareholder's Instructions
B Low-income housing credit (other) from pre-2008 buildings	See the Shareholder's Instructions
C Low-income housing credit (section 42(j)(5)) from post-2007 buildings	Form 8586, line 11
D Low-income housing credit (other) from post-2007 buildings	Form 8586, line 11
E Qualified rehabilitation expenditures (rental real estate)	See the Shareholder's Instructions
F Other rental real estate credits	
G Other rental credits	
H Undistributed capital gains credit	Form 1040, line 71, box a
I Alcohol and cellulosic biofuel fuels credit	Form 6478, line 8
J Work opportunity credit	Form 5884, line 3
K Disabled access credit	See the Shareholder's Instructions
L Empowerment zone and renewal community employment credit	Form 8844, line 3

Code

- M** Credit for increasing research activities
N Credit for employer social security and Medicare taxes
O Backup withholding
P Other credits

Report on

- See the Shareholder's Instructions
 Form 8846, line 5
 Form 1040, line 61
 See the Shareholder's Instructions

14 Foreign transactions

- A** Name of country or U.S. possession
B Gross income from all sources
C Gross income sourced at shareholder level
Foreign gross income sourced at corporate level
D Passive category
E General category
F Other

Deductions allocated and apportioned at shareholder level

- G** Interest expense
H Other

Deductions allocated and apportioned at corporate level to foreign source income

- I** Passive category
J General category
K Other

Other information

- L** Total foreign taxes paid
M Total foreign taxes accrued
N Reduction in taxes available for credit
O Foreign trading gross receipts
P Extraterritorial income exclusion
Q Other foreign transactions

15 Alternative minimum tax (AMT) items

- A** Post-1986 depreciation adjustment
B Adjusted gain or loss
C Depletion (other than oil & gas)
D Oil, gas, & geothermal — gross income
E Oil, gas, & geothermal — deductions
F Other AMT items

16 Items affecting shareholder basis

- A** Tax-exempt interest income
B Other tax-exempt income
C Nondeductible expenses
D Distributions
E Repayment of loans from shareholders

17 Other information

- A** Investment income
B Investment expenses
C Qualified rehabilitation expenditures (other than rental real estate)
D Basis of energy property
E Recapture of low-income housing credit (section 42(j)(5))
F Recapture of low-income housing credit (other)
G Recapture of investment credit
H Recapture of other credits
I Look-back interest — completed long-term contracts
J Look-back interest — income forecast method
K Dispositions of property with section 179 deductions
L Recapture of section 179 deduction
M Section 453(l)(3) information
N Section 453A(c) information
O Section 1260(b) information
P Interest allocable to production expenditures
Q CCF nonqualified withdrawals
R Depletion information — oil and gas
S Amortization of reforestation costs
T Section 108(i) information
U Other information

Sch K-1, (STEVEN VAN ZANDT) Attachment

Sch K-1, Supplemental Information

This Schedule K-1 is from an Eligible Small Business. _____

Schedule K-1
(Form 1120S)

2010

☐ Final K-1☐ Amended K-1

OMB No. 1545-0130

Department of the Treasury
Internal Revenue Service

For calendar year 2010, or tax

year beginning _____, 2010

ending _____

Shareholder's Share of Income, Deductions,
Credits, etc. ▶ See page 2 of form and separate instructions.**Part I** Information About the Corporation**A** Corporation's employer identification number
20-3650322**B** Corporation's name, address, city, state, and ZIP code
GENCO IMPORTING, INC
MANITOBA'S
99 AVENUE B
NEW YORK, NY 10009-6210**C** IRS Center where corporation filed return
Cincinnati, OH 45999-0013**Part II** Information About the Shareholder**D** Shareholder's identifying number
119-44-7523**E** Shareholder's name, address, city, state, and ZIP code
RICHARD MANITOBA
410 EAST 6TH STREET #9G
NEW YORK, NY 10009**F** Shareholder's percentage of stock
ownership for tax year _____ 25.00000 %FOR
IRS
USE
ONLY**Part III** Shareholder's Share of Current Year Income,
Deductions, Credits, and Other Items

1	Ordinary business income (loss)	13	Credits
	-12,326.		
2	Net rental real estate income (loss)		
3	Other net rental income (loss)		
4	Interest income		
5a	Ordinary dividends		
5b	Qualified dividends	14	Foreign transactions
6	Royalties		
7	Net short-term capital gain (loss)		
8a	Net long-term capital gain (loss)		
8b	Collectibles (28%) gain (loss)		
8c	Unrecaptured section 1250 gain		
9	Net section 1231 gain (loss)		
10	Other income (loss)	15	Alternative minimum tax (AMT) items
		A	707.
11	Section 179 deduction	16	Items affecting shareholder basis
12	Other deductions		
		17	Other information

*See attached statement for additional information.

This list identifies the codes used on Schedule K-1 for all shareholders and provides summarized reporting information for shareholders who file Form 1040. For detailed reporting and filing information, see the separate Shareholder's Instructions for Schedule K-1 and the instructions for your income tax return.

1 Ordinary business income (loss). Determine whether the income (loss) is passive or nonpassive and enter on your return as follows:	
	<i>Report on</i>
Passive loss	See the Shareholder's Instructions
Passive income	Schedule E, line 28, column (g)
Nonpassive loss	Schedule E, line 28, column (h)
Nonpassive income	Schedule E, line 28, column (j)
2 Net rental real estate income (loss)	See the Shareholder's Instructions
3 Other net rental income (loss)	
Net income	Schedule E, line 28, column (g)
Net loss	See the Shareholder's Instructions
4 Interest income	Form 1040, line 8a
5a Ordinary dividends	Form 1040, line 9a
5b Qualified dividends	Form 1040, line 9b
6 Royalties	Schedule E, line 4
7 Net short-term capital gain (loss)	Schedule D, line 5, column (f)
8a Net long-term capital gain (loss)	Schedule D, line 12, column (f)
8b Collectibles (28%) gain (loss)	28% Rate Gain Worksheet, line 4 (Schedule D instructions)
8c Unrecaptured section 1250 gain	See the Shareholder's Instructions
9 Net section 1231 gain (loss)	See the Shareholder's Instructions
10 Other income (loss)	
<i>Code</i>	
A Other portfolio income (loss)	See the Shareholder's Instructions
B Involuntary conversions	See the Shareholder's Instructions
C Section 1256 contracts and straddles	Form 6781, line 1
D Mining exploration costs recapture	See Pub 535
E Other income (loss)	See the Shareholder's Instructions
11 Section 179 deduction	See the Shareholder's Instructions
12 Other deductions	
A Cash contributions (50%)	See the Shareholder's Instructions
B Cash contributions (30%)	
C Noncash contributions (50%)	
D Noncash contributions (30%)	
E Capital gain property to a 50% organization (30%)	
F Capital gain property (20%)	
G Contributions (100%)	
H Investment interest expense	Form 4952, line 1
I Deductions — royalty income	Schedule E, line 18
J Section 59(e)(2) expenditures	See the Shareholder's Instructions
K Deductions — portfolio (2% floor)	Schedule A, line 23
L Deductions — portfolio (other)	Schedule A, line 28
M Preproductive period expenses	See the Shareholder's Instructions
N Commercial revitalization deduction from rental real estate activities	See Form 8582 instructions
O Reforestation expense deduction	See the Shareholder's Instructions
P Domestic production activities information	See Form 8903 instructions
Q Qualified production activities income	Form 8903, line 7b
R Employer's Form W-2 wages	Form 8903, line 17
S Other deductions	See the Shareholder's Instructions
13 Credits	
A Low-income housing credit (section 42(j)(5)) from pre-2008 buildings	See the Shareholder's Instructions
B Low-income housing credit (other) from pre-2008 buildings	See the Shareholder's Instructions
C Low-income housing credit (section 42(j)(5)) from post-2007 buildings	Form 8586, line 11
D Low-income housing credit (other) from post-2007 buildings	Form 8586, line 11
E Qualified rehabilitation expenditures (rental real estate)	See the Shareholder's Instructions
F Other rental real estate credits	
G Other rental credits	
H Undistributed capital gains credit	Form 1040, line 71, box a
I Alcohol and cellulosic biofuel fuels credit	Form 6478, line 8
J Work opportunity credit	Form 5884, line 3
K Disabled access credit	See the Shareholder's Instructions
L Empowerment zone and renewal community employment credit	Form 8844, line 3

Code

- M** Credit for increasing research activities
N Credit for employer social security and Medicare taxes
O Backup withholding
P Other credits

Report on

- See the Shareholder's Instructions
 Form 8846, line 5
 Form 1040, line 61
 See the Shareholder's Instructions

14 Foreign transactions

- A** Name of country or U.S. possession
B Gross income from all sources
C Gross income sourced at shareholder level

Form 1116, Part I

Foreign gross income sourced at corporate level

- D** Passive category
E General category
F Other

Form 1116, Part I

Deductions allocated and apportioned at shareholder level

- G** Interest expense
H Other

Form 1116, Part I

Form 1116, Part I

Deductions allocated and apportioned at corporate level to foreign source income

- I** Passive category
J General category
K Other

Form 1116, Part I

Other information

- L** Total foreign taxes paid
M Total foreign taxes accrued
N Reduction in taxes available for credit
O Foreign trading gross receipts
P Extraterritorial income exclusion
Q Other foreign transactions

Form 1116, Part II

Form 1116, Part II

Form 1116, line 12

Form 8873

Form 8873

See the Shareholder's Instructions

15 Alternative minimum tax (AMT) items

- A** Post-1986 depreciation adjustment
B Adjusted gain or loss
C Depletion (other than oil & gas)
D Oil, gas, & geothermal — gross income
E Oil, gas, & geothermal — deductions
F Other AMT items

See the Shareholder's Instructions and the Instructions for Form 6251

16 Items affecting shareholder basis

- A** Tax-exempt interest income
B Other tax-exempt income
C Nondeductible expenses
D Distributions
E Repayment of loans from shareholders

Form 1040, line 8b

See the Shareholder's Instructions

17 Other information

- A** Investment income
B Investment expenses
C Qualified rehabilitation expenditures (other than rental real estate)
D Basis of energy property
E Recapture of low-income housing credit (section 42(j)(5))
F Recapture of low-income housing credit (other)
G Recapture of investment credit
H Recapture of other credits
I Look-back interest — completed long-term contracts
J Look-back interest — income forecast method
K Dispositions of property with section 179 deductions
L Recapture of section 179 deduction
M Section 453(l)(3) information
N Section 453A(c) information
O Section 1260(b) information
P Interest allocable to production expenditures
Q CCF nonqualified withdrawals
R Depletion information — oil and gas
S Amortization of reforestation costs
T Section 108(i) information
U Other information

Form 4952, line 4a

Form 4952, line 5

See the Shareholder's Instructions

See the Shareholder's Instructions

Form 8611, line 8

Form 8611, line 8

See Form 4255

See the Shareholder's Instructions

See Form 8697

See Form 8866

See the Shareholder's Instructions

Sch K-1, (RICHARD MANITOBA) Attachment

Sch K-1, Supplemental Information

This Schedule K-1 is from an Eligible Small Business. _____

EXHIBIT E

Biographical Information

CAROL A. GREEN

Manitoba's Business Manager

Carol Green's experience in business began with an apprenticeship as an electrician/lighting specialist at the Metropolitan Opera in New York City in the 1970s. She then moved on to lighting and production coordination for the Dr. Pepper Music Festival in New York City's Central Park and other major rock venues and concerts with Ron Delsener Productions (which became Delsener/Slater Productions and later on Metropolitan Entertainment with John Scher.)

With her electrical and lighting experience intact, Carol moved on to the nightclub business at *Heartbreak* where she worked from 1983 to 1987 first in lighting, then nightclub administration and finally as the club General Manager. Other restaurant and night club experiences added up at *The Ballroom Tapas Bar & Restaurant*, New York City where she was the Front of House Manager from 1987 to 1990, *La Belle Vie, Ltd.*, New York City as Owner from 1990 to 1993, *the Plaza Hotel*, New York City as Assistant Executive Steward from 1993 to 1994, *Twins Restaurant*, New York City as General Manager from 1994 to 1997, *Mustang Grill*, New York City as General Manager from 1997 to 2000; *Rubber Monkey*, New York City as General Manager from 2001 to 2001 and at *Taos Bar & Grill* as Managing Partner from 2001 to 2003.

Since 2003, Carol has worked as CFO for Redwood Entertainment, Inc., an entertainment marketing and management firm. She also has consulted privately for various bars and restaurants such as *Manitoba's*, *Box Car* and *Kate's Place*. Carol Green's responsibilities for her restaurant and nightclub consulting consist of establishing and implementing policies, procedures and systems for the businesses; banking; insurance; general bookkeeping, payroll and accounts payable; reconciling of daily receipts and banking; installing, maintaining and modifying customized restaurant databases for inventory controls and server ordering; employee relations; hiring, training and scheduling of employees; and delegating work for projects

Richard Manitoba

Richard "Handsome Dick" Manitoba (aka The Handsomest Man in Rock n' Roll) (born Richard Blum in The Bronx, New York, January 29, 1954) is an American musician and radio personality, best known for his 30-year stint as lead singer of the proto-punk New York City band The Dictators.

Manitoba started out his music career as a roadie for The Dictators. He made his "official stage debut" with The Dictators at Popeye's Spinach Factory in Sheepshead Bay, Brooklyn, in 1975. On their first major-label album, *The Dictators Go Girl Crazy!* (Epic Records, 1975), he was listed as the "Secret Weapon". This is because he sang some lead and some background, but was still considered a "mascot" of the band.

He sang more lead on The Dictators' second offering, *Manifest Destiny*, a 1977 release on the Asylum label. On *Bloodbrothers*, the third and final Dictators studio recording from the 1970s (also on Asylum, 1978), Manitoba sang lead on almost all the tunes.

What Have You Done For Me Lately?... Since February 2005, Manitoba has been occasional lead singer with the MC5 (now called DKT/MC5), a legendary Detroit pre-punk rock and roll band. Manitoba also has his own show, "The Handsome Dick Manitoba Radio Program" in Little Steven Van Zandt's Underground Garage, on Sirius - XM Satellite Radio(Ch. 25 Sirius, Ch. 59 XM).

In November 2007, Manitoba, along with author Amy Wallace, put out *The Official Punk Rock Book of Lists* on BackBeat Books, a book company owned by Hal Leonard Publishing. Mr. Manitoba wrote the liner notes on a series of live cds called: *CBGB OMFUG Masters Series...The Bowery Collection....* released on MVD audio.

Since 2006, Richard has been responsible, in part, for managing the operations of Manitoba's bar in the East Village in New York City.